

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Central District of California

(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name

DNP Eats, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN)

83 - 3062520

4. Debtor's address

Principal place of business

16396 Ardsley Circle

Number Street

Huntington Beach, CA 92649

City State ZIP Code

Orange

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

10923 Weyburn Avenue

Number Street

Los Angeles, CA 90024

City State ZIP Code

5. Debtor's website (URL)

Debtor DNP Eats, LLC Case number (if known) _____
Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7 2 2 5

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor DNP Eats, LLC Case number (if known) _____
Name

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☒ No

☐ Yes. Debtor _____ Relationship _____
District _____ When _____

MM / DD / YYYY

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor DNP Eats, LLC
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|---|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input checked="" type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04/06/2023
MM / DD / YYYY

x


Signature of authorized representative of debtor

Dan Pham

Printed name

Title Managing Member

Debtor DNP Eats, LLC
Name

Case number (if known) _____

18. Signature of attorney

X /s/ Blake J. Lindemann
Signature of attorney for debtor

Date 04/06/2023
MM / DD / YYYY

Blake J. Lindemann

Printed name
Lindemann Law, APC

Firm name

9777 Wilshire Blvd., 4th Floor

Number Street

Beverly Hills

City

CA 90212
State ZIP Code

(310) 279-5269

Contact phone

blake@lawbl.com
Email address

255747

Bar number

CA
State

**WRITTEN CONSENT OF DULY-AUTHORIZED REPRESENTATIVES IN LIEU
OF A SPECIAL MEETING OF DNP EATS, LLC**

Effective as of April 6, 2023

The undersigned, being the duly authorized representatives (the “Representatives”) of DNP EATS, LLC, a California Limited Liability Company (the “Company”), in lieu of holding a special meeting of members, hereby waives notice of the meeting to consider matters incorporated in this resolution, and does hereby take the following actions and adopt the following resolutions by written consent pursuant to the Limited Liability Company Agreement (the “Agreement”) and in accordance with the requirements of applicable California Limited Liability Company Law:

WHEREAS, the Representatives have reviewed the materials put together for the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to it, and the impact of the foregoing on the Company’s business;

WHEREAS, the Representatives have had the opportunity to consult with counsel, consultants, advisors, other professionals regarding the strategic alternatives available to the Company;

NOW, THEREFORE, IT IS RESOLVED, that in the judgment of the Representatives, it is desirable and in the best interests of the Company, its creditors and other parties in interest, that the Company file or cause to be filed a voluntary petition for relief (the “Voluntary Petition”) under Chapter 11 of the United States Bankruptcy Code, *11 U.S.C. §§ 101-1532, and subchapter 5* (the “Bankruptcy Code”), on or after April 6, 2023; and it is

RESOLVED FURTHER that Dan Pham (“Pham”), or such other persons that Pham may direct (the “Authorized Persons”), acting alone or with one or more other Authorized Persons be, and they hereby are, authorized and empowered to execute and file on behalf of the Company all petitions, schedules, lists, motions, applications, pleadings and other papers or documents as necessary to commence the case and obtain Chapter 11 relief, including but not limited to motions to obtain the use of cash collateral and provide adequate protection therefore and to take any and all further acts and deed that they deem necessary, proper and desirable in connection with the Chapter 11 case, with a view to the successful prosecution of such case; and it is

RESOLVED FURTHER, that the Authorized Persons are hereby authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with the Bankruptcy case; and it is

RESOLVED FURTHER, that the Authorized Persons are hereby authorized and directed to employ the Lindemann Law, APC and its members and associates to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Persons are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case and cause to be filed an appropriate application for authority to retain the services of Lindemann Law, APC; and it is

RESOLVED FURTHER, that the Authorized Persons be, and they hereby are, authorized and directed to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Persons are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case

and cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary; and it is

RESOLVED FURTHER, that the Authorized Persons of Company, or any other persons appointed to act on Company's behalf in connection with the bankruptcy filing are hereby authorized and empowered by and on behalf of Company and in its name to execute and deliver all applications, certificates, agreements, or any other instruments or documents or any amendments or supplements thereto and to do and to cause all other acts and things as they or any of them may deem necessary or appropriate to effectuate the purpose of the foregoing resolutions. And the execution by such Authorized Persons of such documents shall conclusively establish their authority there from the Company and the approval and ratification by the Company of such documents executed and their actions so taken; and it is

RESOLVED FURTHER, that any such action taken prior to the effective date of this Consent by the Authorized Persons appointed to act on Company's behalf in connection with the foregoing resolutions, are hereby ratified, confirmed, and approved by Company; and it is

RESOLVED FURTHER, that this Consent when executed by the proper signatories hereof, shall be effective as of: April 6, 2023 and shall remain in full force and effect on the date thereof.

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent of the Duly Authorized Representatives of Company, as of April 6, 2023.



By: Dan Pham

Title: Managing Member of DNP EATS, LLC

Fill in this information to identify the case and this filing:

Debtor Name DNP Eats, LLC
United States Bankruptcy Court for the: Central District of California
(State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04/06/2023
MM / DD / YYYY

x



Signature of individual signing on behalf of debtor

Dan Pham

Printed name

Managing Member

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name DNP Eats, LLC
United States Bankruptcy Court for the: Central District of California
(State)
Case number (If known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	U.S. Small Business Administration Office of the General Counsel 312 N. Spring St., 5th Fl. Los Angeles, CA 90012		Loan	Disputed	\$500,000.00	\$0.00	\$500,000.00
2	STC Management 10722 Beverly Blvd., #P Whittier, CA 90601			Disputed, unliquidated, contingent	\$150,000.00	\$0.00	\$150,000.00
3	Tarpon Property Ownership 2 LLC 18201 Von Karman Ave., Suite 1170 Irvine, CA 92612			Disputed, unliquidated, contingent	\$75,000.00	\$0.00	\$75,000.00
4	Los Angeles Dept. of Water and Power PO BOX 51111 Los Angeles, CA 90051				\$50,000.00	\$0.00	\$50,000.00
5	Franchise Tax Board P.O. Box 2952 Sacramento, CA 95812						
6	Employment Development Department PO Box 826880 Sacramento, CA 94280						
7	Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101						
8	Robert Paredes 11990 San Vicente Blvd., Suite 300 Los Angeles CA 90049		Professional Services				

Debtor **DNP Eats, LLC** Case number (if known) _____
Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	DNP Services, LLC 7877 Michigan Dr Citrus Heights, CA 95610						
10	Leslie A. Bower, Esq. Jeffrey D. Montez, Esq. Bower & Associates, APLC PO Box 11748 Newport Beach, CA 92658						
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

**STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LBR 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)
- None.
2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)
- None.
3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)
- None.
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A/B that was filed with any such prior proceeding(s).)
- None.

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Huntington Beach, California

Date: 04/06/2023



Signature of Debtor 1

Signature of Debtor 2

<p>Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address</p> <p>LINDEMANN LAW FIRM, APC Blake J. Lindemann, SBN 255747 9777 Wilshire Blvd., 4th Floor Beverly Hills, CA 90212 Telephone: (310) 279-5269 Facsimile: (310) 300-0267 E-mail: Blake@lawbl.com</p> <p><input type="checkbox"/> Debtor(s) appearing without attorney <input checked="" type="checkbox"/> Attorney for Debtor</p>		<p>FOR COURT USE ONLY</p>	
<p>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION</p>			
<p>In re:</p> <p>DNP Eats LLC,</p> <p>Debtor(s).</p>		<p>CASE NO.:</p> <p>CHAPTER: 11</p> <p>VERIFICATION OF MASTER MAILING LIST OF CREDITORS [LBR 1007-1(a)]</p>	

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 2 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

Date: 04/06/2023

Dan Shaw

Signature of Debtor 1

Date:

Signature of Debtor 2 (joint debtor) (if applicable)

Date: _____

Signature of Attorney for Debtor (if applicable)

U.S. Small Business Administration
Office of the General Counsel
312 N. Spring St., 5th Fl.
Los Angeles, CA 90012

STC GardenWalk LLC
10722 Beverly Blvd., #P
Whittier, CA 90601

Tarpon Property Ownership 2 LLC
18201 Von Karman Ave., Suite 1170
Irvine, CA 92612

Los Angeles Dept. of Water and
Power
PO BOX 51111
Los Angeles, CA 90051

Franchise Tax Board
P.O. Box 2952
Sacramento, CA 95812

Employment Development Department
PO Box 826880
Sacramento, CA 94280

Internal Revenue Service
P.O. Box 7346
Philadelphia, PA 19101

Robert Paredes
11990 San Vicente Blvd., Suite 300
Los Angeles CA 90049

DNP Services, LLC
16396 Ardsley Circle
Huntington Beach CA 92649

Leslie A. Bower, Esq.
Jeffrey D. Montez, Esq.
Bower & Associates, APLC
PO Box 11748
Newport Beach, CA 92658